

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
 Estimated average burden
 hours per response: 0.5

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
 or Section 30(h) of the Investment Company Act of 1940

| | | | | | | |
|--|--|--|--|--|---|--|
| 1. Name and Address of Reporting Person* | | | 2. Issuer Name and Ticker or Trading Symbol | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | |
| BLINN MARK A | | | FLOWERVE CORP [FLS] | | Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) VP and Chief Financial Officer | |
| (Last) (First) (Middle) 5215 N. O'CONNOR BLVD. SUITE 2300 (Street) IRVING TX 75039 (City) (State) (Zip) | | | 3. Date of Earliest Transaction (Month/Day/Year) 07/13/2005 | | 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|------------|---------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock (\$1.25 par value per share) | 07/13/2005 | | A | | 17,000 | A | \$30.95 | 32,000 ⁽¹⁾ | D | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|--|--------------------------------------|--|--------------------------------|--|--|-----------------|---|----------------------------|--|--|---|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Restricted Common Stock (\$1.25 par value per share) ⁽²⁾ | (3) | | | | | 11/10/2007 | (4) | Common Stock | 6,000 | | 6,000 | D | |
| Restricted Common Stock (\$1.25 par value per share) ⁽²⁾ | (3) | | | | | (5) | (4) | Common Stock | 8,500 | | 8,500 | D | |
| Stock option (right-to-buy) | \$24.9 | | | | | (6) | 02/16/2015 | Common Stock | 14,000 | | 14,000 | D | |
| Stock option (right-to-buy) ⁽²⁾ | \$27.97 | | | | | (7) | 04/20/2015 | Common Stock | 15,000 | | 15,000 | D | |
| Stock Option (right-to-buy) | \$30.95 | 07/13/2005 | | A | 28,500 | (8) | 07/13/2015 | Common Stock | 28,500 | \$30.95 | 28,500 | D | |

Explanation of Responses:

1. On April 20, 2005 the reporting person filed a Form 4 disclosing on Table II the grant by issuer of 15,000 shares of Restricted Common Stock. As previously reported, these shares vest in equal annual one-third increments beginning on April 20, 2006, April 20, 2007 and April 20, 2008, respectively. None of the shares relating to this grant have vested. The reporting person will begin reporting this grant on Table I. Accordingly, this amount reflects the total shares of Restricted Common Stock previously granted to the reporting person on April 20, 2005.

2. Issued under the Flowserve Corporation 2004 Stock Compensation Plan.
3. The shares of Restricted Common Stock shall be valued at the fair market value upon the vesting date. A conversion or exercise price is not applicable.
4. The lapse of the restrictions on the shares of Restricted Common Stock is contingent upon Reporting Person's continued employment with the Issuer. An expiration date is not applicable.
5. One-third of the shares of Restricted Common Stock vests on February 16, 2006, with remaining thirds vesting on February 16, 2007 and February 16, 2008, respectively.
6. The option shares vest and become exercisable in three (3) equal annual installments commencing on February 16, 2006, February 16, 2007 and February 16, 2008, respectively.
7. The option shares vest and become exercisable in three (3) equal annual installments commencing on April 20, 2006, April 20, 2007 and April 20, 2008, respectively.
8. The option shares vest and become exercisable in three (3) equal annual installments commencing on July 14, 2006, July 14, 2007 and July 14, 2008, respectively.

/s/ Tara D. Mackey, by power 07/14/2005
of attorney

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.